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AMERILAWYER®

DIVISION OF REGISTRATION

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-02/20/96--01076--015  
\*\*\*1890.00 \*\*\*\*\*70.00

(Requestor's Name)

343 ALMERIA AVENUE

(Address)

CORAL GABLES, FL 33134 - (305) 445-2700

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. LOGIC CONSULTING CORP.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 FEB 20 PM 12:44

2-20-96  
Examiner's Initials

WJW

# **ARTICLES OF INCORPORATION OF LOGIC CONSULTING CORP.**

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

## **ARTICLE 1 - NAME**

The name of the Corporation is **LOGIC CONSULTING CORP.**, (hereinafter, "Corporation").

## **ARTICLE 2 - PURPOSE OF CORPORATION**

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

## **ARTICLE 3 - PRINCIPAL OFFICE**

The address of the principal office of this Corporation is 2190 Southwest 1st Avenue, Miami, Florida 33129 and the mailing address is the same.

## **ARTICLE 4 - INCORPORATOR**

The name and street address of the incorporator of this Corporation is:

Elsie Sanchez  
343 Almeria Avenue  
Coral Gables, Florida 33134

## **ARTICLE 5 - OFFICERS**

The officers of the Corporation shall be:

President:	Manuel Enriquez
Vice-President:	Vicente de la Cruz
Secretary:	Vicente de la Cruz
Treasurer:	Manuel Enriquez

whose addresses shall be the same as the principal address of the Corporation.



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DIVISION OF CORPORATIONS  
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#### **ARTICLE 6 - DIRECTOR(S)**

The Director(s) of the Corporation shall be:

Vicento de la Cruz  
Manuel Enriquez

whose addresses shall be the same as the principal address of the Corporation.

#### **ARTICLE 7 - CORPORATE CAPITALIZATION**

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

#### **ARTICLE 8 - SUB-CHAPTER S CORPORATION**

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.



8.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.

8.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Subchapter S of the Internal Revenue Code of 1986, as amended.

8.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

#### **ARTICLE 9 - POWERS OF CORPORATION**

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

#### **ARTICLE 10 - TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

#### **ARTICLE 11 - REGISTERED OWNER(S)**

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.



#### **ARTICLE 12 - REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered office of this Corporation is AmeriLawyer® Chartered, located at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Corporation is AmeriLawyer® Chartered, 343 Almeria Avenue, Coral Gables, Florida 33134.

#### **ARTICLE 13 - BYLAWS**

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

#### **ARTICLE 14 - EFFECTIVE DATE**

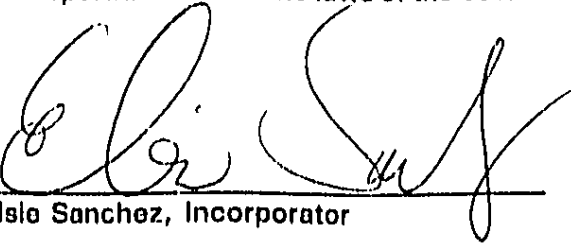
These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

#### **ARTICLE 15 - AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.



IN WITNESS WHEREOF, I have herunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 19 February 1996.

  
Elsie Sanchez, Incorporator

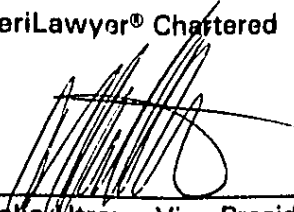
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SECRETARY OF STATE  
CORPORATION DIVISION  
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

AmeriLawyer® Chartered, having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

AmeriLawyer® Chartered

By:   
Natalia Utrera, Vice President

ARTESINC502



P960000/5656

3-12-97

Requester's Name Garcia, Espinosa, Mijares  
Address 100 Almeria Ave. #230  
Coral Gables, Fl. 33134  
City State ZIP Phone  
529-0345A

VALIDATION ONLY

03/14/97 12:14:20  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

CORPORATION(S) NAME

Logic Consulting, Corp.

Christina from  
Empire gave permission  
to remove company from  
Name of CORPORATION.  
DC  
3-14-97

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☒ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☐ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

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97 MAR 14 10:20  
97 MAR 14 11:18  
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TALLAHASSEE  
FLORIDA

Empire Toll Free: 1-800-432-3028

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

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Dissolved  
3/14/97  
DC

## **ARTICLES OF DISSOLUTION**

The undersigned subscribed to the Articles of Dissolution, natural persons competent to contract, hereby dissolves a corporation under the laws of the State of Florida.

### **ARTICLE I**

The name of the corporation is:

Logic Consulting Corp.

### **ARTICLE II**

The Articles of Incorporation for this Corporation were filed on or about the 20th of February of 1996.

### **ARTICLE III**

That none of the Corporation's shares have been issued.

### **ARTICLE IV**

That no corporate debt remains unpaid.

### **ARTICLE V**

That the Corporation has no assets remaining to distribute to any Shareholders.

### **ARTICLE VI**

That both Incorporators and Directors of this Corporation authorized the dissolution. The names and addresses of the Incorporators are:

Manuel Enriquez  
President  
8251 NW 170th Terrace  
Miami, FL 33015

Vincente de la Cruz  
Secretary  
2190 SW 1st Avenue  
Miami, FL 33129

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 12<sup>th</sup>  
day of March, 1996, 7

Witness:

Witness:

Manuel Enriquez  
MANUEL ENRIQUEZ, President  
and Incorporator

ATTEST

V. de la Cruz  
Vicente de la Cruz, Secretary  
and Incorporator

STATE OF FLORIDA  
COUNTY OF DADE

The foregoing instrument was acknowledged before me, this 12<sup>th</sup> day of March, 1996, 7  
by MANUEL ENRIQUEZ and VICENTE DE LA CRUZ, they are X personally  
known to me or        have produced the following type of identification         
and X did        did not take an oath.

R. Espinosa  
NOTARY PUBLIC, STATE OF FLORIDA

PRINTED NAME: Rafael A. Espinosa

MY COMMISSION EXPIRES:

